

ARTICLES OF INCORPORATION

OF

SANDY HOOK YACHT CLUB ESTATES, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, W. J. Pierce, Elmer F. Edwards, Allan F. Osberg, Gordon H. Erickson, and F. Melville Milby II, residing in the State of Washington, and being citizens of the United States, each being over the age of twenty-one years, and being desirous of forming a corporation under Title 24, Revised Code of Washington, relating to non-profit corporations, do hereby associated ourselves together for the purpose of forming a non-profit corporation, and make, subscribe, execute and adopt, in triplicate, the following Articles of Incorporation, and certify as follows:

ARTICLE I

The name of the corporation shall be SANDY HOOK YACHT CLUB ESTATES, INC.

The purposes for which this corporation is formed are:

1. To purchase or otherwise acquire, construct, improve, develop, repair, maintain, operate, care for and/or dispose of streets, roadways, easements, parkways, playgrounds, open spaces and recreational areas, tennis courts, beaches, boat landings, mooring basins, floats, piers, clubhouses, swimming pools and/or swimming areas, bathhouses, places of amusement, community buildings, community clubhouses and in general community facilities appropriate for the use and benefit of its members, and/or for the improvement and development of the property hereinafter referred to.
2. To build, improve and maintain roadways, culverts, bridges and drainage areas and to provide for the improving, cleaning and sprinkling of streets, and for collection and disposal of the street sweepings, garbage, ashes, rubbish, and the like; to prevent and suppress fires, to provide police protection, and to make and collect charges to cover the costs and expenses therefore.
3. To improve, light and/or maintain streets, roads, alleys, courts, walks, gateways, fences and ornamental features now existing or hereafter to be created or erected, and shelters, comfort stations and/or buildings and improvements ordinarily appurtenant to any of the foregoing; to improve, plant and maintain grass plots and other areas, trees and plantings within the lines of the street immediately adjoining or within the property herein-after described or referred to.
4. So far as it can legally do so, to grant franchises, rights of way and easements for public utilities or other purposes upon, over and/or under any of said property.
5. To acquire by gift, purchase, lease or otherwise, and to own, hold, enjoy, operate, maintain and to convey, sell, lease, transfer, mortgage and otherwise encumber, dedicate for public use and/or otherwise dispose of, real and/or personal property and interest therein wherever situate.

6. To enforce assessments, liens, charges, restrictions, conditions and covenants existing upon and/or created for the benefit of parcels of real property in the plat of Sandy Hook Yacht Club Estates, Inc., Section 14, Township 28 North, Range 3 East, W.M., Island County, Washington, to which said parcels may be subject, and to pay all expenses incidental thereto.
7. To pay the taxes and assessments which may be levied by any public authority upon any of the said property now or hereafter used or set apart for roadways, easements, parks, parkways, playgrounds, open areas, tennis courts, beaches, boat landings, mooring basins, community clubhouses, community club buildings, places of amusement and/or recreation areas, or upon such other recreation spaces wherever situated as may be maintained for the general benefit and use of the owners of lots in said property; to pay taxes and assessments levied by any public authority upon any property which may be held in trust for said corporation.
8. To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation, annulment and/or enforcement of covenants, reservations, restrictions, liens and charges imposed upon said property, and as may be vested in, delegated to, or assigned to said corporation and such duties with respect hereto as may be assigned to and assumed by said corporation.
9. To appropriate, purchase, divert, acquire, and store water from streams, water courses, wells or any other source, and to distribute the water so appropriated and acquired to its members for use upon the lands of said members and for domestic purposes; to acquire, own, construct, hold, possess, use and maintain such pumping plants, tanks, pipe lines, reservoirs, ditches, buildings, roads, trails and appliances, and such other property, including water rights and shares of stock in other corporations as said corporation may from time to time desire to acquire or purchase for furnishing and supplying water to its members; provided that this corporation shall not use or dispose of such water as a public utility, but solely for the use and benefit of its members and for the irrigation of lands and domestic and other useful and beneficial purposes.
10. To fix, establish, levy and collect annually such charges and/or assessments as may be necessary in the judgment of the board of trustees, and to carry out any or all of the purposes for which this corporation is formed, but not in excess of the maximum from time to time fixed by the By-Laws.
11. To expend the moneys collected by said corporation from assessments and charges and other sums received for the payment and discharge of costs, expenses and obligations incurred by said corporation in carrying out any or all of the purposes for which said corporation is formed.
12. Generally, to do any and all lawful things which may be advisable, proper, authorized and/or permitted to be done by said corporation under or by virtue of any restrictions, conditions, and/or covenants or laws affecting said property, or any portions thereof (including areas now or hereafter dedicated to public use); and to do and perform any and all acts which may be either necessary for, or incidental to, the exercise of any of the foregoing powers or for the peace, health, comfort, safety, and/or general welfare of owners of said property, or portions thereof, or residents thereon.
13. To borrow money and mortgage, pledge or hypothecate any or all of the real or personal property of said corporation as security for money borrowed or debts incurred; under said laws of the State of Washington may lawfully do when operating for the benefit of its members or the property of its members, and without profit to said corporation.

14. Generally, to do and perform any and all acts which may be either necessary or proper for or incidental to the exercise of any of the foregoing powers and such powers granted by the provisions of Title 24, Revised Code of Washington, and other laws of the State of Washington relating to non-profit corporations.

15. Nothing contained in these Articles of Incorporation shall be construed as authorizing or permitting said corporation to own, manage or operate any real or personal property for profit. It is the intention and purpose that the business of said corporation shall not be carried on for profit either to itself or for the benefit of its members, and wherever it is authorized to collect charges or assessments it shall have no power or authority to use said charges or assessments except as necessary to cover the actual cost of expense of the act, duty, power, or transaction performed.

16. All the foregoing purposes and powers are to be exercised and carried into effect for the purpose of doing, serving and applying the things above set forth for the benefit of all property situated in the plat of Sandy Hook Yacht Club Estates, Inc., Island County, Washington, the legal description of which is:

The plat of Sandy Hook Yacht Club Estates embraces those portions of Government Lot 3, and second class tidelands adjoining and of the northerly 620.00 feet as measured along the easterly line of Government Lot 2, in Section 14, Township 28 North, Range 3 East, W. M., in Island County, Washington lying Westerly of the westerly margin of the Jewett Road (County Road) as the same is now established 40.00 feet in width, the center line of said road being described as follows:

Commencing at a point on the north line of said Government Lot 3, lying S 88 36' 15" West thereon 73.92 feet from the N. E. corner of said Government Lot 3, said point being on a curve to the left, the center of which bears S 86 23' 27" East 1273.57 feet; thence southerly along said curve through a central angle of 5 56' 01" an arc distance of 131.89 feet to a point of tangency; thence S 2 19' 28" E 1275.90 feet to an angle point; thence S 0 43' 13" E. 558.36 feet to the south line of the north 620.00 feet as measured along the easterly line of Government Lot 2.

ARTICLE II

The corporation shall at all times hereafter be a joint and mutual association of the above named incorporators, and such other persons as may hereafter be admitted to membership in accordance with the By-Laws of the corporation. Membership and certificates evidencing the same shall be inseparably appurtenant to tracts or division of tracts owned by the members, and upon transfer of ownership or contract for sale of any such tract, membership and certificate of membership shall ipso facto be deemed to be transferred to the grantee or contract purchaser. No membership or certificate of membership may be transferred, assigned, or conveyed in any manner other than in the manner herein set forth. In the event of the death of a member the membership or certificate of membership of such deceased member shall be and become the property of the personal representative of such deceased member upon appointment and qualification as such in a judicial proceeding and such personal representative shall have all of the rights, privileges and liabilities of such member until title shall be transferred or contracted to be transferred. The property in possession of this corporation shall be managed by the board of trustees hereinafter mentioned and only alienated and disposed of in accordance with the By-Laws of the corporation. The interest of each incorporator or member shall be

equal to that of any other and no incorporator or member can acquire any interest which will entitle him to any greater voice, vote, authority or interest in the corporation than any other member.

ARTICLE III

The number of trustees of this corporation shall not be less than five (5) nor more than eleven (11). The names of the trustees who shall manage the affairs of the corporation for not more than six (6) months until the trustees are elected by the members are:

NAME	ADDRESS
W. J. Pierce	1132 North 128th, Seattle, WA
Elmer F. Edwards	5209 East Marginal Way, Seattle, WA
Allan F. Osberg	1132 North 128th, Seattle, WA
Gordon R. Erickson	1229 Dexter Horton Bldg., Seattle, WA
F. Melville Milby II	18510 Aurora Hiway, Seattle, WA

ARTICLE IV

The time of the existence of this corporation shall be perpetual.

ARTICLE V

The registered office and post office address of this corporation shall be 8224 Sandy Hook Drive, Clinton, Washington, 98236.

ARTICLE VI

The qualifications of the members of said corporation, the property, voting and other rights and privileges, and the liabilities to charges and assessments of the members, shall be set forth in the By-Laws of the corporation.

IN WITNESS WHEREOF, we, the undersigned, the incorporators of this corporation have this 6th day of June, 1960, hereunto set our hands and seals in triplicate.

W.J. PIERCE

ELMER F. EDWARDS

ALLAN F. OSBERG

GORDON R. ERICKSON

F. MELVILLE MILBY II

STATE OF WASHINGTON)

ss.

COUNTY OF KING)

THIS IS TO CERTIFY that on the 6th day of June, 1960, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared W.J. Pierce, Elmer F. Edwards, and Allan F. Osberg, to me known to be the individuals described in and who executed the within and foregoing instruments and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

WITNESS MY HAND AND OFFICIAL SEAL, the day and year in this certificate first above written.

ELVIN P. CARNEY
Notary Public in and for
the State of Washington
residing at Seattle.

STATE OF WASHINGTON)

ss.

COUNTY OF KING)

THIS IS TO CERTIFY that on the 6th day of June, 1960, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared Gordon R. Erickson and F. Melville Milby II, to me known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

WITNESS MY HAND AND OFFICIAL SEAL the day and year in this certificate first above written.

ELVIN P. CARNEY
Notary Public in and for
the State of Washington,
residing at Seattle.